

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
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AMENDED FINAL DECREE AND ORDER PURSUANT TO 11 U.S.C. § 350(a)
AND FED. R. BANKR. P. 3022 AND LOCAL R. BANKR. P. 3022-1
CLOSING CHAPTER 11 CASES OF DPH HOLDINGS CORP., DELPHI
MEDICAL SYSTEMS COLORADO CORPORATION, DELPHI MEDICAL
SYSTEMS TEXAS CORPORATION, DELPHI MECHATRONIC
SYSTEMS, INC., AND DELPHI AUTOMOTIVE SYSTEMS LLC

Upon the motion, dated July 3, 2013 (the “Motion”), of DPH Holdings Corp. (“DPH Holdings”), on behalf of itself and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the “Reorganized Debtors”), successors to Delphi Corporation (“Delphi”) and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), for entry of an order and final decree pursuant to 11 U.S.C. §§ 105, 350(a), and 1142, Fed. R. Bankr. P. 3022 and Local R. Bankr. P. 3022-1 closing the chapter 11 cases of the remaining Debtors, which cases were jointly administered pursuant to the Order Authorizing Joint Administration (Docket No. 28) and the Second Joint Administration Order (Docket No. 404); and upon the record of the hearing held by the Court on the Motion on July 30, 2013; and upon the entry of the Order Pursuant to 11 U.S.C. §§ 105, 350(a), and 1142, Fed R. Bankr. P. 3022, and Local Bankr. R. 3022-1 Concerning Closing the Bankruptcy Cases and Providing Related Relief (Docket No.

22121), entered August 6, 2013 (the “Case Closing Order”); and upon the filing of the Reorganized Debtors’ Case Closing Status Report Pursuant to the Order Pursuant to 11 U.S.C. §§ 105, 350(a), and 1142, Fed R. Bankr. P. 3022, and Local Bankr. R. 3022-1 Concerning Closing the Bankruptcy Cases and Providing Related Relief, dated December 13, 2013 (the “Case Closing Status Report”); and upon the record of the case closing status hearing held by the Court on December 18, 2013; and the Debtors’ estates having been fully administered within the meaning of 11 U.S.C. § 350 and in accordance with the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the “Modified Plan”); and it appearing that on December 18, 2013, this Court entered a Final Decree and Order Pursuant to 11 U.S.C. § 350(a) and Fed. R. Bankr. P. 3022 and Local R. Bankr. P. 3022-1 Closing Chapter Cases of DPH Holdings Corp., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Texas Corporation, Delphi Mechatronic Systems, Inc., and Delphi Automotive Systems LLC [Docket No. 22254] (the “Final Decree and Order”); and it further appearing that the Effective Date, as defined in the Final Decree and Order, occurred as of December 26, 2013 with the filing of (i) Notice by General Motors LLC Pursuant to Final Decree of Payment Under GM Settlement [Docket No. 22257], (ii) Notice by Environmental Response Trust Trustee Pursuant to Final Decree of Transfer of Property to Environmental Response Trust [Docket No. 22259], and (iii) Reorganized Debtors’ Notice Pursuant to Final Decree of Dissolution of DPH Holdings Corp. [Docket No. 22260]; and it further appearing that the Final Decree and Order requires modification to the extent set forth herein and only to the extent set forth herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:¹

1. This Court has core jurisdiction over these chapter 11 cases and the parties and property affected hereby pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b), article 13 of the Modified Plan, and paragraphs FF and 56 of the Order Approving Modifications Under 11 U.S.C. § 1127(b) to (I) First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors, and Debtors-In-Possession, as Modified and (II) Confirmation Order (Docket No. 12359) (Docket No. 18707).

2. Given the occurrence of the Effective Date (as defined in the Final Decree and Order) as of December 26, 2013, the Clerk of the Court shall promptly enter this final decree and order individually in each of the dockets for the five debtors identified in Exhibit A attached hereto and such dockets shall be marked "Closed."

3. None of the entry of this amended final decree and order, the dissolution of DPH Holdings Corp. or any of the other relief contemplated by this amended final decree and order or the Case Closing Order shall prejudice or otherwise limit (a) the rights of holders of General Unsecured Claims to receive payment of the General Unsecured MDA Distribution (as such terms are defined in the Modified Plan) in accordance with the terms of the Modified Plan or (ii) continuation of Adversary Proceeding No. 14-02445.

4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation of this order.

Dated: White Plains, New York
September 11, 2015

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.